

1 you came to know that the transfer of control
2 was consummated on March 12, 1992?

3 A No, I don't.

4 Q Do you know what your understanding
5 was as of April 10, 1992 concerning what the
6 term "consummated" meant in connection with
7 this transaction?

8 A I don't think I understand the
9 question.

10 Q What did you mean when you told the
11 FCC that the transfer of control was
12 consummated on March 12, 1992?

13 A The application with the FCC was
14 granted, the transfer control had taken
15 place. I'm not sure what else you mean.

16 Q What do you mean had taken place?
17 What had occurred to make it take place?

18 MR. GEOLLOT: Again you're asking
19 for her understanding back in 1991 as opposed
20 to sitting here trying to interpret when that
21 means today?

22 THE WITNESS: Oh, okay. I don't

1 remember specifically.

2 BY MR. COLE:

3 Q Who told you that the transfer had
4 been consummated on March 12th?

5 A I don't remember.

6 MR. COLE: Let me show you this.

7 (Friedman Deposition Exhibit
8 No. 18 was marked for
9 identification.)

10 BY MR. COLE:

11 Q We'll mark this Number 18. This is
12 a letter dated April 9, 1992, Sidley & Austin
13 letterhead, addressed to Mr. Parker from
14 Mr. Wadlow. Accompanying is a one-page bill
15 on Sidley & Austin bill head dated April 1992
16 also to Mr. Parker, Reading Broadcast, Inc.
17 and accompanying that is a one-page
18 itemization attorney time. Now, do you have
19 that in front of you?

20 A Yes.

21 Q Take a look if you would, please,
22 at the entry for you for 3/13/92. Could you

1 interpret that for me, tell me what that
2 says?

3 A It says I had a conversation with
4 Mike Parker regarding the status consummation
5 date, ownership, report extension of the CP
6 and conferenced Clark as well.

7 Q Does that refresh your recollection
8 as to the source of your information that you
9 communicated to the FCC in your
10 April 10, 1992 letter?

11 A No, it doesn't.

12 (Friedman Deposition Exhibit
13 No. 19 was marked for
14 identification.)

15 BY MR. COLE:

16 Q Friedman 19, this is a letter dated
17 May 19, 1992, addressed to Mr. Parker from
18 Sidley & Austin letterhead, from Mr. Wadlow,
19 and accompanying it is a one-page statement
20 also dated May 1992 to Mr. Parker, of Reading
21 Broadcast, Inc. and accompanying that is a
22 two-page itemization of attorney time. Do

1 you have that in front of you now?

2 A Yes.

3 Q I want to refer you to your time
4 entries for 4/8, 4/9 and 4/10. Do you see
5 those?

6 A Yes.

7 Q Could you interpret the 4/8/92
8 entry for me, please?

9 A It says I spoke to Linda
10 Hendrickson and Barbara Williamson. I have
11 spoke to Clark regarding the consummation of
12 the ownership report and the construction
13 permit intention and I prepared the
14 application and extension request.

15 Q So you prepared the application and
16 the extension request. I'm sorry what did
17 you prepare?

18 A I think this probably means I
19 probably prepared the CP extension.

20 Q Not the consummation ownership?

21 A Probably the ownership report.

22 MR. GEOLOT: But, again, you're

1 interpreting that from what you're reading as
2 opposed to independent knowledge?

3 THE WITNESS: Yes.

4 BY MR. COLE:

5 Q 4/9/92, could you interpret that
6 one for me, please?

7 A It says I spoke to Mike Parker and
8 Linda Hendrickson and M. Mercer regarding the
9 consummation and the ownership report and the
10 construction permit and prepared all.

11 Q Your 4/10/92 entry, could you
12 interpret that, please?

13 A Also similar teleconference re the
14 construction permit, extension ownership
15 report, consummation letter, talked to Clark
16 and prepared for filing.

17 Q Let me ask you a preliminary. Who
18 is M. Mercer that's referenced in your 4/9/92
19 entry?

20 A I don't remember.

21 Q The L. Hendrickson is Linda
22 Hendrickson; is that correct?

1 A That's correct.

2 Q Are the references to consummation
3 and consummation letter in these, are those
4 references to the 4/10/92 letter which we've
5 identified as Friedman 17?

6 A Yes.

7 Q Does review of this bill, that is
8 the bill reflecting your 4/92 time, does that
9 refresh your recollection as to where the
10 information came from that is reflected in
11 your 4/10/92 letter advising the FCC of the
12 consummation of the transaction?

13 A No.

14 MR. COLE: I have nothing further.

15 MR. HUTTON: Mr. Shook, do you have
16 anything?

17 MR. SHOOK: Nothing.

18 EXAMINATION BY COUNSEL FOR READING
19 BROADCASTING

20 BY MR. HUTTON:

21 Q Paula, I'd like you to refer to
22 Friedman Exhibit 10, which is the 315

1 application. In the table of parties to the
2 application you were asked some questions by
3 Mr. Cole about the identity of officers and
4 directors. Do you recall that questioning?

5 A Yes.

6 Q I believe you testified that you
7 received the information reflected in that
8 table from the client; is that right?

9 A That's correct.

10 Q Do you recall when you received
11 that information from the client?

12 A No.

13 Q I'd like you to refer to Friedman
14 Exhibit 4, which is the short form of the
15 application filed in August of 1991. That
16 application in Exhibit 2, pages two through
17 eight, also provides information as to
18 officers and directors of the company both
19 prior to going into bankruptcy and presently
20 and as proposed; is that correct?

21 A Yes.

22 Q I believe the tables or the pages

1 I've just referred you to don't involved any
2 changes from the pre-bankruptcy situation,
3 the current situation and the proposed
4 situation with respect to officers and
5 directors; is that correct?

6 MR. COLE: Objection to form for
7 openers. Why do you want hear to testify
8 what you believed? Secondly, as we discussed
9 yesterday, the document speaks for itself.

10 MR. HUTTON: Well it's just a
11 preparatory question to make sure she
12 understands the next question.

13 MR. COLE: I didn't understand that
14 question? Did you?

15 MR. GEOLOT: Why don't you try it
16 again.

17 BY MR. HUTTON:

18 Q Would it be fair to say that the
19 listing of officers and directors reflected
20 on pages two through eight is consistent
21 throughout pages two through eight?

22 A I don't know. I'm not sure what

1 you mean.

2 Q Well, for instance, on page two,
3 which deals with the pre-bankruptcy
4 situation, it lists Henry Aurandt as
5 president, correct?

6 A Yes.

7 Q Let me back up. The listing on
8 pages three through five list the officers
9 and directors of Reading Broadcasting, Inc.
10 as of August of 1991, to the best of your
11 knowledge based on information provided to
12 you from the client, correct?

13 MR. COLE: Excuse me. Which
14 document are we looking at, pages three
15 through what?

16 MR. HUTTON: Friedman Exhibit 4.

17 THE WITNESS: I believe this
18 information was provided by the client.

19 BY MR. HUTTON:

20 Q Now, is it possible that in
21 preparing Friedman Exhibit 10, which is
22 the 315 application, you used information

1 that was contained in the 316 application
2 with respect to officers and directors of
3 Reading Broadcasting, Inc.?

4 MR. COLE: Objection. Calls for
5 speculation. That's precisely the kind of
6 stuff you wouldn't let me get in to.

7 BY MR. HUTTON:

8 Q Well, to the best of your
9 recollection can you tell me if that is?

10 A I don't recall.

11 Q Do you recall receiving the
12 information from officers and directors
13 between the time of the 316 application and
14 the time of the 315 application from the
15 client?

16 A I don't remember.

17 MR. HUTTON: I have nothing
18 further.

19 MR. COLE: Mr. Shook?

20 MR. SHOOK: Nothing to add.

21 MR. GEOLOT: We are not waiving
22 final. We would like a copy of the

1 deposition to review.

2 (Whereupon, at 12:05 p.m., the
3 deposition of PAULA G. FRIEDMAN
4 was adjourned.)

5 * * * * *

CERTIFICATE OF NOTARY PUBLIC

DISTRICT OF COLUMBIA

I, SHARI R. BROUSSARD, the officer before whom the foregoing deposition was taken, do hereby certify that the witness whose testimony appears in the foregoing deposition was duly sworn; that the foregoing transcript is true and accurate record of the testimony given by said witness.

I further certify that I am not related to any of the parties to this action by blood or marriage and I am in no way interested in the outcome of this matter.



My Commission Expires:

July 14, 2000

COMMISSION USE ONLY

B7CCT-910724KQ

File No.

United States of America
Federal Communications Commission
Washington, D.C. 20554

Approved by OMB
3060-0032
Expires 6/30/89

**APPLICATION FOR CONSENT TO TRANSFER OF CONTROL OF CORPORATION HOLDING BROADCAST
STATION CONSTRUCTION PERMIT OR LICENSE**

(Carefully read instructions before filling out Form — RETURN ONLY FORM TO FCC)

GENERAL INFORMATION



Section I

Part I — Transferor

1. Name of Transferor

Nikita Maggos

Street Address

City

33 Fairmont Addition

Alton

State

Zip Code

Telephone No.

(618) 463-4106

IL

62002

(include area code)

2. Authorization held by corporation whose control is to be transferred

a. Call Letters

Location

WHRC-TV

Norwell, Massachusetts

b. Has the station commenced its initial program tests within the past twelve months?

☐ YES ☒ NO

If yes, was the initial construction permit granted after comparative hearing?

☐ YES ☐ NO

If yes, attach as Exhibit No. the showing required by Section 73.3597.

3. Call letters of any Remote Pickup, STL, SCA, or other stations held by corporation whose control is to be transferred:

N/A

4. Attach as Exhibit No. I a copy of the contract or agreement for transfer of control of the licensee. If there is only an oral agreement, reduce the terms to writing and attach.

5. Attach as Exhibit No. II a full narrative statement as to the means by which transferor has control over the licensee and the manner by which control over licensee is being transferred.

6. Stock holdings of transferor in licensee:

NAME OF TRANSFEROR	INTEREST HELD		LICENSEE'S TOTAL SHARES OUTSTANDING	
	BEFORE TRANSFER Shares %	AFTER TRANSFER Shares %	BEFORE TRANSFER	AFTER TRANSFER
Nikita Maggos	51%	0%	1000	1000

GENERAL INFORMATION

Part I

7. State in Exhibit No. III whether the transferor, or any partner, officer, director, members of the transferor's governing board, or any stockholder owning 10% or more of the transferor's stock: (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked.

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection; (iii) call letters or file number of application, or docket number; (iv) location.

8. Since the filing of the transferor's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to transferor, or any partner, officer, director, member of the transferor's governing board or any stockholder owning 10% or more of transferor's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony, lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraint of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

☐ YES ☒ NO

If Yes, attach as Exhibit No. N/A a full description, including identification of the court or administrative body, proceeding by file number, the person and matters involved, and the disposition of litigation.

SECTION VI

Part I — TRANSFEROR

TRANSFEROR'S CERTIFICATION

The TRANSFEROR acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The TRANSFEROR represents that this application is not filed by it for the purpose of impeding, obstructing, or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the TRANSFEROR has a continuing obligation to advise the Commission, through amendments, of any substantial and significant change in the information furnished.

**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT
U.S. CODE, TITLE 18, Section 1001**

I certify that the transferor's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 19th day of July, 1991

Nikita G. Maggos

Name of Transferor.

Signature

Individual

Title

EXHIBIT I

Item 4

Assignment Agreement

Part II

1. Name of Licensee

Massachusetts Channel 46 Corp.

Street Address

c/o 33 Fairmont Addition

City

Alton

State

IL

Zip Code

62002

Telephone No.

(include area code) (618) 463-4106

2. Is the information shown in licensee's Ownership Reports now on file with the Commission (FCC Form 323 or 323-E) true and correct as of this date?

YES NO

☐ ☒

If the answer is No, attach as Exhibit No. IV an Ownership Report supplying full and up-to-date information.

3. Will the licensee sell any stock or other security not set forth in Section I, Part I herein?

☐ ☒

If, Yes, explain in Exhibit No. _____.

4. State in Exhibit No. IV whether the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock (other than as set forth in Question 7, Section I, Part I): (a) have any interest in or connection with an AM, FM or television broadcast station; or an application pending before the FCC; or (b) has had any interest in or connection with any dismissed and/or denied application; or any FCC license which has been revoked.

The Exhibit should include the following information: (i) name of party with such interest; (ii) nature of interest or connection, giving dates; (iii) call letters or file number of application, or docket number; (iv) location.

5. Since the filing of the licensee's last renewal application for the station affected by this transfer, or other major application, has an adverse finding been made, a consent decree been entered or adverse final action been approved by any court or administrative body with respect to the licensee, or any officer, director, member of the licensee's governing board, or any stockholder owning 10% or more of the licensee's stock, concerning any civil or criminal suit, action or proceeding brought under the provisions of any federal, state, territorial or local law relating to the following: any felony; lotteries; unlawful restraints or monopolies; unlawful combinations; contracts or agreements in restraints of trade; the use of unfair methods of competition; fraud; unfair labor practices; or discrimination?

☐ ☒

If Yes, attach as Exhibit No. _____ a full description, including identification of the court or administrative body, proceeding by the file number, the person and matters involved, and the disposition of litigation.

SECTION VI

Part II — Licensee

LICENSEE'S CERTIFICATION

1. Has or will the licensee comply with the public notice requirement of Section 73.3580 of the Rules?

☒ YES ☐ NO

The LICENSEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The LICENSEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The LICENSEE represents that this application is not filed by it for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the LICENSEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

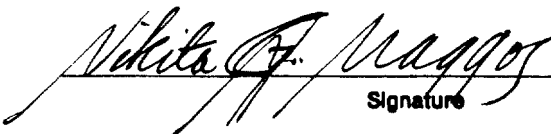
**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18, SECTION 1001.**

I certify that the licensee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 19th day of July, 19 91

Massachusetts Channel 46 Corp.

Name of Licensee



Signature

President

Title

EXHIBIT IV

New officers and directors of the licensee were elected effective as of July 17, 1991. The persons elected were as follows:

Nikita G. Maggos:	President, Director
Robert E. Howe:	Vice President, Treasurer, Director
Barbara Maggos:	Secretary, Director

All are U.S. citizens. Barbara Maggos is the wife of Nikita G. Maggos.

Nikita Maggos is 51% shareholder of Massachusetts Channel 46 Corp. He also is Secretary, Director and 51% shareholder of Horizon Broadcasting Corp., licensee of station WRYT(AM), Edwardsville, Illinois.

Robert E. Howe is President, Treasurer, Director and 49% shareholder of Horizon Broadcasting Corp. He also is officer, director and 100% shareholder of Bethalto Broadcasting Corp., permittee of station WXJO-FM, Bethalto, Illinois. An application to assign the WXJO permit to an unrelated entity has been granted by the Commission (File No. BAPH-910501HC, granted June 20, 1991).

GENERAL INFORMATION

Part III

1. Name of Transferee

Two If By Sea Broadcasting Corporation

%H. Marvin Mercer, III, Esq.

Suite 1100, The Curtis Center

Street Address

City

6th and Walnut Streets Philadelphia

State

Zip Code

Telephone No.

(Include area code)

P A

1 9 1 0 6

(215) 923-4400

2. Does the contract submitted in response to Question 4, Part I of Section I embody the full and complete agreement between the parties?

YES NO

☒ ☐

If No, explain in Exhibit No. _____.

Section II

TRANSFeree'S LEGAL QUALIFICATIONS

1. Applicant is:

☐ an individual☐ a general partnership☐ a limited partnership☒ a corporation☐ other

2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in Exhibit No. _____ the nature of the applicant.

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

YES NO

3. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments?

☒ ☐

- (b) Will any funds, credit, etc., for construction, purchase or operation of the station(s) be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents?

☐ ☒

If Yes, provide particulars as Exhibit No. _____.

TRANSFeree'S LEGAL QUALIFICATIONS

- | | YES | NO |
|---|--------------------------|-------------------------------------|
| 4. (a) Has an adverse finding been made, adverse final action taken or consent decree approved by any court or administrative body as to the applicant or any party to the application in any civil or criminal proceeding brought under the provisions of any law related to the following: any felony, antitrust, unfair competition, fraud, unfair labor practices, or discrimination? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| (b) Is there now pending in any court or administrative body any proceeding involving any of the matters referred to in 4 (a)? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If the answer to (a) or (b) above is Yes, attach as Exhibit No. _____, a full disclosure concerning the persons and matters involved, identifying the court or administrative body and the proceeding (by dates and file numbers), stating the facts upon which the proceeding was based or the nature of the offense committed, and disposition or current status, of the matter. Information called for by this question which is already on file with the Commission need not be refiled provided: (1) the information is now on file in another application or FCC form filed by or on behalf of transferee; (2) the information is identified fully by reference to the file number (if any); the FCC form number, and the filing date of the application or other form containing the information and the page or paragraph referred to; and (3) after making the reference, the transferee states, "No change since date of filing."

TRANSFEREE'S LEGAL QUALIFICATIONS

TABLE I PARTIES TO APPLICATION

5. (a) Complete Table I with respect to the transferee. Additionally, Table I should be completed, where appropriate, for those partners, stockholders, officers and/or directors of the licensee who are not associated with the transferee. (Note: If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement).

INSTRUCTIONS: If applicant is an individual, fill out column (a) only. If applicant is a partnership, fill out columns (a), (b) and (d), state as to each general or limited partner (including silent partners): (a) name and residence, (b) nature of partnership interest (i.e., general or limited), and (d) percent of ownership interest. If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or owner interest or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders of membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to vote 1% or more of the capital stock, membership or owner interest, except that if such entity is a bank, insurance company or investment company (as defined by 15 U.S.C. Section 80a-3) which does not invest for purposes of control, the stock, membership or owner interest need only be reported if 5% or more.

Applicants are reminded that questions 5 through 7 of this Section must be completed as to all "parties to this application" as that term is defined in the instructions to Section II of this form.

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M)
		YES	NO	
(a)	(b)	(c)		(d)
Micheal L. Parker 22720 S.E. 410th Street Enumclaw, WA 98022	President	Yes		100% VS
Linda L. Hendrickson 12916 - 146th Street East Puyallup, WA 98374	Secretary		No	0% VS

TRANSFeree'S LEGAL QUALIFICATIONS

YES NO

5. (b) Does the applicant or any party to this application, own or have any interest in a daily newspaper or cable television system? ☐ ☒

- (c) Does the applicant or any party to this application have an ownership interest in, or is an officer, director or partner of, an investment company, bank, or insurance company which has an interest in a broadcast station, cable system or daily newspaper? ☐ ☒

If the answer to questions 5(b) or (c) is Yes, attach as Exhibit No. _____, a full disclosure concerning persons involved, the nature of such interest, the media interest and its location.

OTHER BROADCAST INTERESTS

6. Does the applicant or any party to this application have any interest in or connection with the following?

(a) an AM, FM or TV broadcast station? ☒ ☐

(b) a broadcast application pending before the FCC? ☒ ☐

7. Has the applicant or any party to this application had any interest in or connection with the following:

(a) an application which has been dismissed with prejudice by the Commission? ☒ ☐

(b) an application which has been denied by the Commission? ☒ ☐

(c) a broadcast station, the license which has been revoked? ☐ ☒

(d) an application in any Commission proceeding which left unresolved character issues against the applicant? ☐ ☒

(e) If the answer to any of the questions in 6 or 7 is Yes, state in Exhibit No. I, the following information: ☒ ☐

- (i) Name of party having such interest;
 (ii) Nature of interest or connection, giving dates;
 (iii) Call letters of stations or file number of application, or docket number;
 (iv) Location.

8. (a) Are any of the parties to this application related to each other (as husband, wife, father, mother, brother, sister, son or daughter)? ☐ ☒

- (b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to this application have any interest in or connection with any other broadcast station or pending application? ☐ ☒

If the answer to (a) or (b) above is Yes, attach as Exhibit No. _____, a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

OWNERSHIP AND CONTROL

9. Are there any documents, instruments, contracts or understandings relating to ownership or future ownership rights (including, but not limited to, non-voting stock interests, beneficial stock ownership interests, options, warrants, debentures)?

☐ ☒

If Yes, provide particulars as Exhibit No. _____.

10. Do documents, instruments, agreements or understandings for the pledge of stock of a corporate applicant, as security for loans or contractual performance, provide that (a) voting rights will remain with the applicant, even in the event of default on the obligation; (b) in the event of default, there will be either a private or public sale of the stock; and (c) prior to the exercise of stockholder rights by the purchaser at such sale, the prior consent of the Commission (pursuant to 47 U.S.C. 310(d)) will be obtained?

☐ ☒

If No, attach as Exhibit No. _____ a full explanation.

Section III

TRANSFeree'S FINANCIAL QUALIFICATIONS

1. The applicant certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the facilities for three months.
2. The applicant certifies that: (a) it has a reasonable assurance of a present firm intention for each agreement to furnish capital or purchase capital stock by parties to the application, each loan by banks, financial institutions or others, and each purchase of equipment on credit; (b) it can and will meet all contractual requirements as to collateral, guarantees, and capital investment; (c) it has determined that all such sources (excluding banks, financial institutions and equipment manufacturers) have sufficient net liquid assets to meet these commitments.

☒ ☐☒ ☐